

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

FAIR ISAAC CORPORATION,

Court File No. 16-cv-1054 (WMW/TNL)

Plaintiff,

v.

**DEFENDANTS' FOURTH SET OF
REQUESTS FOR PRODUCTION OF
DOCUMENTS TO FAIR ISAAC
CORPORATION**

FEDERAL INSURANCE COMPANY, an
Indiana corporation, and ACE
AMERICAN INSURANCE COMPANY, a
Pennsylvania corporation,

Defendants.

In accordance with Rules 26 and 34 of the Federal Rules of Civil Procedure, Defendants Federal Insurance Company and ACE American Insurance Company, request that Plaintiff Fair Isaac Corporation furnish responses to the following document requests within thirty (30) days of service. Defendants further request that the documents be produced on the 30th day following the date of service at Fredrikson & Byron, P.A., 200 South Sixth Street, Suite 4000, Minneapolis, MN 55402-1425.

DEFINITIONS

1. “Document” has the broadest meaning that can be ascribed to it pursuant to the Federal Rules of Civil Procedure. Among other things, “document” means the original and any non-identical copy of any written, printed, electronic, recorded, graphic or photographic matter or sound reproduction, however produced or reproduced, including, but not limited to, correspondence, telegrams, other written communications, contracts, agreements, diaries, memoranda, logs, notes, forms,



analyses, projections, work papers, calendar and tape recordings, prepared or received by you, or in your possession, custody or control, and/or whose identity, existence, and location are known by you. As used herein, “document” shall include things, and “thing” shall include documents.

2. “FICO,” “you,” or “your” means Plaintiff Fair Isaac Corporation, its employees, representatives, agents, attorneys, successors, predecessors, parent companies, subsidiaries, and any other persons or entities acting on its behalf or at its direction.

3. “Federal” means Federal Insurance Company and its operating division Chubb & Son.

4. “Agreement” means the Software License and Maintenance Agreement between FICO and Federal.

DOCUMENT REQUESTS

REQUEST FOR PRODUCTION NO. 39: Please produce all documents referring or relating to FICO license revenues, including but not limited to the following:

- (1) all documents referring or relating to FICO’s license revenues from the Agreement;
- (2) all documents referring or relating to FICO license fee revenues for Blaze Advisor from 2015 – 2018;

- (3) all documents reflecting communications or internal discussions about any decreases in the annual FICO license fee revenues for Blaze Advisor from 2015 – 2018;
- (4) all documents reflecting communications or internal discussions about addressing or responding to any decreases in the annual FICO revenues relating to FICO’s Blaze Advisor product from 2015 – 2018;
- (5) all documents reflecting communications or internal discussions about methods or proposals to increase annual FICO license fee revenues relating to Blaze Advisor from 2015 – 2018;
- (6) all documents discussing efforts to obtain additional revenues from existing Blaze Software License Agreements by claiming that FICO clients have violated such agreements from 2015 – 2018;
- (7) all documents reflecting or referring to claims or allegations by FICO that any client has violated a Blaze Software License Agreement from 2015 – 2018;
- (8) Produce all documents reflecting negotiations and/or settlements of any claims or allegations by FICO that any client has violated a Blaze Software License Agreement from 2015 – 2018; and
- (9) FICO’s 2016 annual report states:

Decision Management Software segment revenues increased \$7.2 million in fiscal 2015 from 2014 primarily due to an increase in our FICO® Decision Management Platform license

sales as well as related services and transactional revenues, a one-time settlement with a customer related to under-reported royalties from a multi-year period, as well as increased transactional revenues from our InfoCentricity acquisition in April 2014.

Please provide all documents reflecting or referring to the one time settlement with the customer referenced above, including any settlement agreement or software license agreements and amendments.

REQUEST FOR PRODUCTION NO. 40: In her deposition, Tamra Pawloski referenced “a statement of work” dated in or around 2011 or 2012 that related to installation of Blaze in the United Kingdom. (T. Pawloski Depo., at 233:7-14.) Based on that reference, please produce all statements of work executed by FICO for Chubb which refer or relate to work outside of the United States.

REQUEST FOR PRODUCTION NO. 41: Please produce all communications that refer or relate to the statements of work produced in response to Request for Production No. 40.

REQUEST FOR PRODUCTION NO. 42: Please produce documents evidencing payment received by FICO for every statement of work that refers or relates to the Agreement.

REQUEST FOR PRODUCTION NO. 43: Please produce all invoices for every statement of work that refers or relates to the Agreement.

REQUEST FOR PRODUCTION NO. 44: In his deposition, William Waid referenced a “contracts library” containing post-transaction addendums to licensing

agreements and identified numerous companies that license FICO products who underwent a merger, acquisition, or change of control. (T. Waid Depo., at 143:3-23; 144:4-6; 145:16-17.) Based on those references, please produce all licensing agreements, addendums, amendments, or any other type of contractual modifications to licensing agreements that refer or relate to companies that underwent a merger, acquisition, or change of control including, but not limited to, any agreements with the following companies: Aetna, Aegon, AIG, Amerigroup, Amica, American Family Insurance, Aviva, Farmers Insurance Group, Fireman's Fund Insurance Co., Great American Insurance, Grange Insurance, Harford Insurance, Infinity Insurance, John Hancock Insurance, Kemper National Insurance, Liberty Mutual, Mercury Insurance, Missouri Employers Mutual, Navigators, New York Life, Peerless Insurance Company, Prudential Insurance, QBE, Safeco, Saint Paul Insurance, Travelers Insurance, Unitrin, and Zurich Insurance Company.

REQUEST FOR PRODUCTION NO. 45: In his deposition, William Waid testified that some companies resolved changes of control by paying FICO “an incremental fee.” (T. Waid Depo., at 144:12.) Based on that reference, please produce documents sufficient to identify all incremental fees paid by companies that license FICO products following a merger, acquisition, or change of control.

REQUEST FOR PRODUCTION NO. 46: Several documents produced by FICO evidence settlement agreements between FICO and its licensees related to allegations by FICO that those licensees used FICO products outside the scope of their

license agreements. *See, e.g.,* FICO0015524; FICO0016269; FICO0016441; FICO0038508. Please produce all communications related to the settlement agreements identified herein or any similar disputes FICO has had with its licensees, including any internal FICO communications related to FICO's decision to pursue or not pursue allegations against licensees for alleged use of software beyond the scope of a license agreement.

REQUEST FOR PRODUCTION NO. 47: Produce all documents related to any decision by FICO to conduct audits of its license agreements for Blaze software, including internal communications evidencing any decision to pursue or not pursue an audit of individual Blaze licensees or license agreements, including those license agreements related to the settlement agreements listed in Request No. 46.

REQUEST FOR PRODUCTION NO. 48: Produce all documents referring to or reflecting the manner in which FICO determines discounts for customers relating to the pricing of its software license agreements from 2015 – 2018.

REQUEST FOR PRODUCTION NO. 49: Produce all documents referring to or reflecting the factors considered by FICO in determining discounts for customers relating to the pricing of its software license agreements from 2015 – 2018.

REQUEST FOR PRODUCTION NO. 50: Produce all documents reflecting the discounts provided by FICO for its customers relating to the pricing of its software license agreements from 2015 – 2018.

REQUEST FOR PRODUCTION NO. 51: Produce all documents reflecting or relating in any way to FICO's knowledge of any use of Blaze that FICO asserts in this lawsuit was unlicensed use, including but not limited to use outside of the United States.

Dated: February 20, 2019

FREDRIKSON & BYRON, P.A.

/s/ Christopher D. Pham

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